MARVEL

002

FALL OF X

FOXE-
SCHARF
MARTIN

DARK X GUY

PARENTAL ADVISORY

There are few worlds throughout the Multiverse in which ***Madelyne Pryor*** lives a good, simple life.

But there are realms in which she ascends to power.

One such Madelyne devoted herself fully to corrupt magicks, becoming so feared that she was drawn into a conflict that spanned *all* universes.

She lost.

But she ***survived,*** as Madelyne Pryors often do.

And in exile on an Earth that was not her own, she fought the X-Men (as Madelyne Pryors often do) and lost once again.

She was cast down deeper this time, into the depths of ***Limbo.***

Madelyne Pryor did not survive this final banishment.

When an ***Orchis research unit*** discovered her in a forgotten corner of this timeless realm, there was nothing left that resembled the young woman who once bore that name.

An undisclosed Orchis black site. Now.

All that remained was the ***Goblin Queen.*** And woe unto those who cross her.

Now that you've ***disemboweled*** the delivery boy, I trust you have all that is required to put ***the asset*** into the field?

It's been so long since I've felt this coppery heat.

Let me *enjoy* the good work.

But, yes...

...my ***fallen angel*** will fly again soon.

Stay with me, Alex.

-Gurgle-

The Limbo Embassy. Earlier.

We don't have the luxury of those *little golden eggs* any longer.

So if you bleed out on me, I *will* raise you from the dead just to kill you myself.

Hurgk.

Shush, dear.

I'm reading primordial Faltine while telekinetically keeping the blood from gushing out of your neck. Don't distract--

How's Havok? Is dere anything we can--

SLAM

Guess we just let de lady work.

Take us back right the #$%& now!

If you don't teleport us back to get Warren, I will rip that tail off your #$@ and shove it straight--

Tsk, tsk, such *dramatics.*

Your angelic friend is long gone by now. Calm yourself before I implore my ***bodyguard*** here to intervene.

I hate admittin' it, but Azazel is right, Maggott.

Warren knew de risks. We go back now, we all get caught.

With "friends" like these, who needs Orchis hunting us down?

What strange bedfellows we've become, Remy LeBeau.

I trust you less than I trust de woman who unleashed Hell on Earth. *Twice.*

Ah, don't waste precious time keeping an eye on me.

My motivations are as simple as a cockroach's-- ***survive.***

And I've got a fondness for ***cruel, driven redheads*** in skin-baring outfits.

SWAP.

Come now, Emplate. Your penance continues.

Laissez les bons temps rouler.

RATTLE

RATT

[fall__of]
[_____X]

FALL OF X

DARK X-MEN

Beggars can't ~~be choosers.~~

In the wake of Orchis' relentless anti-mutant campaign, Madelyne Pryor has assembled her own team to seek out and protect mutant refugees -- their most recent recruits being Gimmick, Gambit and Maggott, who Madelyne and her team saved from Orchis capture.

Unfortunately, while Madelyne and her team succeeded in getting them out, the battle cost Archangel and Havok their lives. And while Madelyne was able to revive Havok using her dark magic, Archangel's body fell into the hands of Orchis -- and that's not the only weapon they have hidden up their sleeves.

1___[MADELYNE PRYOR]
2___[HAVOK]
3___[GIMMICK]
4___[EMPLATE]
5___[AZAZEL]
6___[GAMBIT]
7___~~[ARCHANGEL]~~
8___[MAGGOTT]
9___[ZERO]
10__[ALBERT]

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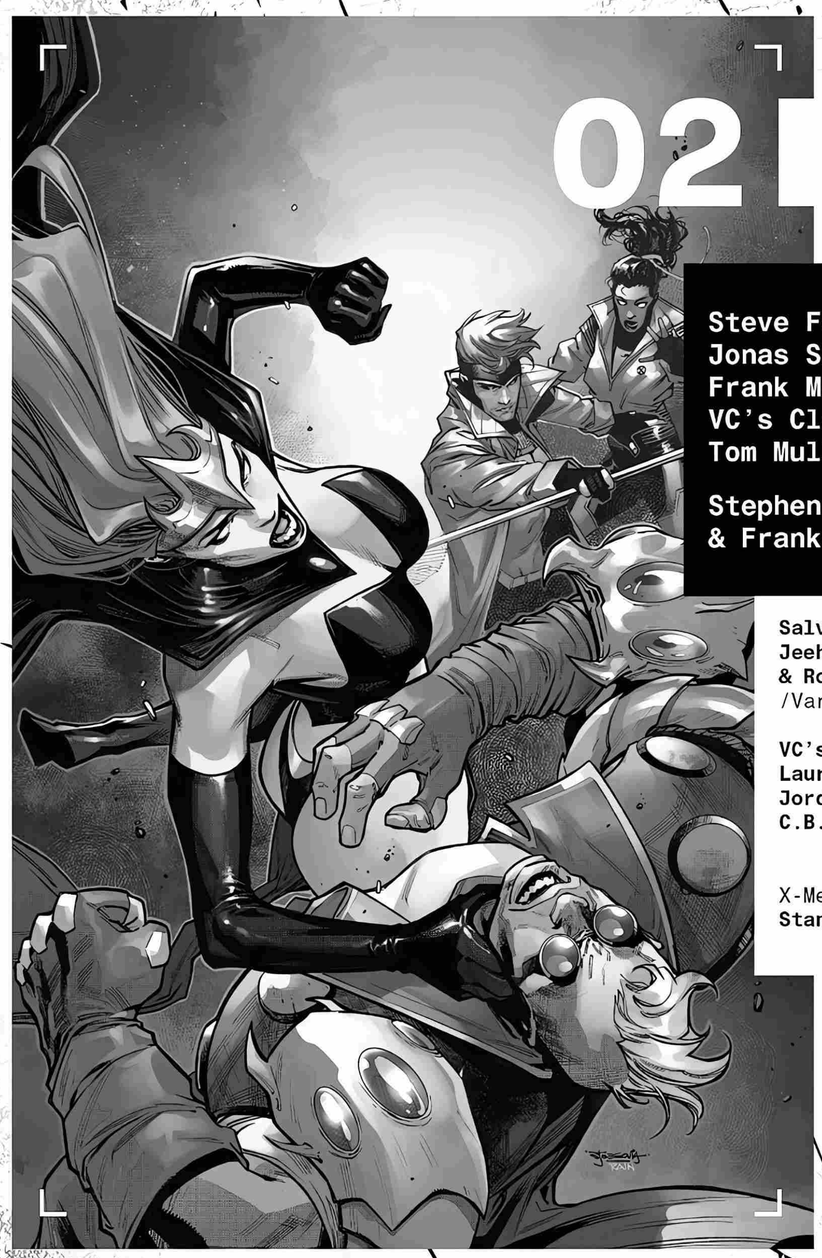

DARK X-MEN

"WINGS OFF FLIES"

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VC's Clayton Cowles/Letterer
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Lauren Amaro/Associate Editor
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C.B. Cebulski/Editor in Chief

X-Men created by
Stan Lee & **Jack Kirby**

[dark__02]
[x-men_02]

[fall__of]
[_____X]

Who's the new kid, Gambit?

What? You look like you've seen a ghost.

Just...glad to see you up and about, Alex.

Dis is ***Carmen Cruz.*** She's de one you, *uhh,* rescued.

Oh, right, sorry--whatever Maddie did to ***fix me up*** gave me a little brain fog.

Welcome to the X-Men, Carmen. Do you have a mutant name?

Gimmick.

But I was thinking of changing it--

To ***Feint.***

Your subconscious is practically ***shouting*** it at me. And I approve.

Feint it is, then.

We'll have to introduce you to Infestation and Snot and some of the other young mutants here at the Embassy once you get settled in.

//QROHIS PERSONNEL FILE REQUEST ROUTINE

This service is automated. Please contact your Director if you have more specific inquiries.

//CATEGORY: Freelance Contractors

//SEARCH: KROL, [FIRST NAME UNKNOWN];
VALLENS, [FIRST NAME UNKNOWN]

These entries are heavily redacted and may not be of much use. Do you still wish to proceed?

[Y]/N

AGENT KROL received a dishonorable discharge from S.H.I.E.L.D.'s experimental robotics division in [redacted]. Records indicate a court-martial was considered to determine whether his studies into the "pain thresholds" of A.I. were considered human-rights abuses under extant definitions of machine consciousness, but the trial was postponed due to [redacted]. Krol was active again as part of Norman Osborn's H.A.M.M.E.R. initiative, though it is unclear why he was recruited, given his psychological-evaluation results. Victoria Hand, then-Deputy Director, described Krol as "needlessly cruel, even by our standards" and reported that he displayed an unhealthy fixation on the Iron Patriot armor. Following H.A.M.M.E.R.'s dissolution, reports of Krol's whereabouts are scant until Arno Stark instigated the "A.I. uprising" in [redacted], at which time it is believed that many of the unaccounted-for machine casualties can be attributed to Krol's research interests. Krol's relationship to Agent Vallens is unknown, though it is believed they [redacted] on behalf of [redacted].

AGENT VALLENS first appears in our records as part of the support staff for Le Bureau Discret, France's enhanced intelligence agency. Initially described by colleagues as outgoing and kind, Vallens specialized in arcane research and was rarely deployed to the field. In [redacted], however, she was asked to visit newly uncovered ruins outside of [redacted], where Vallens' unit came under attack by demonic forces from an undetermined Hell dimension. According to unsubstantiated rumors, Vallens made a bargain with one of the "devils" present, exchanging the lives of her colleagues for her own. Whether there's any truth to this or not, she was the expedition's only survivor and was reported to undergo a drastic change in behavior following the incident. Vallens disappeared from Le Bureau Discret's records not long after, taking many of their most sensitive magical tomes with her. In the period immediately following the most recent death of Stephen Strange, Earth's "Sorcerer Supreme," rumors began of a "Scarlet Woman" taking assassination jobs within the magical community. It is believed this contract killer may be Vallens, though the only witness who connected the two was later found with his [redacted] outside of his body.

//QUERY: Who at Orchis approved hiring Krol and Vallens?

ERROR ERROR ERROR ERROR ERROR

Agents *Vallens* and *Krol* are independent contractors within the vast and convoluted hierarchy of Orchis.

Keep an eye on her.

Afraid your silent partner's many splendid *wards and sigils* won't hold me, little man?

Hehehehehe.

Though no one would admit to it, Orchis' top brass isn't quite sure *who* first hired Krol and Vallens.

But the duo's knack for acquiring and deploying unique assets justifies their high costs.

Under their direct supervision, Orchis lost *63 units* during the capture and containment of the variant Goblin Queen and her "Bamf Dragon."

The loss was deemed negligible.

Despite the possibilities inherent, Orchis was uncomfortable holding a ***demon sorceress*** who also possessed ***Omega-level mutant abilities.***

The Goblin Queen became one of the earliest test subjects for a new method of ***deactivating*** the X-Gene--a concoction derived from ***Blightswill,*** an elixir plucked from ***Otherworld.***

She cackled as they injected her, claiming to have long ago ***outgrown*** her mutant powers.

Agent Vallens knew this was no idle boast. She could taste the infernal power surging off of their newest acquisition.

Krol and Vallens' personnel files are heavily redacted, even by the secretive standards of the agencies that feed into Orchis.

It is known, however, that Vallens specializes in the arcane...

...while Krol's area of expertise is *cybernetics.*

Let me down fwom there!

When *Albert* shakes off your nasty *repwogwamming,* he's going to wip you wimb fwom wimb!

The Albert unit's higher processing functions are currently offline, actually.

But that's okay, Elsie-Dee...

TAP

"...its *black box* is working as intended.

"Everything Albert *sees* and *hears* is coming through clear as day."

Maggott, please, let's be reasonable here.

"Reasonable"?

Okay, let's start with why *that thing* is here and Archangel isn't.

Do you think "Zeroverine" sounds catchy?

Nope, I'm out. I'll find the exit myself.

Oh please. Take one wrong turn and you'll be swimming in a river of razor blades.

Is "Wolverzero" better?

→Sigh←

Well, every team I'm on starts out a *little* dysfunctional.

Is that what this is supposed to be--a team?

Maddie ***wants*** it to be. There are mutants who ***need*** the X-Men right now.

I agree she made some strange picks...but we don't exactly have a deep bench left to choose from.

You're really committed to her, *huh?*

Followed her to Hell and back. Or just to Hell, I guess.

Hey, want to see something?

This is back before everything got... complicated.

She was still in love with my brother, and Lorna and I were in a weird place...

...but I knew there was ***something special*** there.

To me, my X-Men.

[REVIEW ONLY]

CHAPTER 13: WHATEVER WALKED THERE, WALKED ALONE

The first time that Madelyne Pryor unleashed the forces of Limbo on Earth, she was a relative novice in demonic magic, had been driven mad by revelations about her origin as a clone and still suffered under the manipulations of Mister Sinister. The second time she did it, with Chasm at her side, none of these shackles constrained her. The world will never know how much fire and brimstone it was spared by an act of sisterly kindness from Jean Grey.

Still, a reminder of what might have been towered over Central Park. The Limbo Embassy's obsidian walls marked a stark contrast from the gleaming glass skyscrapers on either side of its twisted spires, and the sulfurous scents it emanated mingled with car exhaust and the familiar stench of damp street trash for a dozen blocks in every direction. How the X-Men were able to convince the human government of New York to allow a demonic outpost at the corner of its most peaceful and picturesque tourist attraction remains a mystery to this day, though the Quiet Council swore there was no telepathic intimidation at play. Perhaps City Hall simply feared saying no to Pryor; most do. Even the squirrels moved deeper into Central Park, refusing to forage within the Embassy's long shadow.

The architecture of the building itself resisted definition. Tourists reported the walls and windows often shifted positions if they looked for too long, and the scant few visitors who entered its immense gates left gibbering and disoriented. Though the exterior of the structure joined the New York City skyline, the interior intersected with Limbo itself and was thus an intractable extension of its ruler.

Since time moves differently within the infernal dimension, it's unclear how long Pryor had to study and refine her dark arts, but the feats she accomplished, particularly in the days after the tragedy of [redacted], speak to great strides in her proficiency. When her loyal (and often pitiable) lover, Alex Summers, was struck down during the inaugural outing of her "X-Men," Pryor was able to recapture his fading life force, though his physical vessel seemed worse off for the experience.

But the most insidious expression of her power went largely unnoticed by the mutants she gathered under the auspices of carrying on Xavier's legacy. The Mercy Crown, consecrated in the bowels of Limbo, drew on magics long lost to most of Earth's practitioners. Ostensibly a means of reproducing Cerebro's mutant-finding capabilities through sorcerous techniques, the ivory helm held the potential not just to save mutantkind, but also to snuff it out more thoroughly than Orchis ever could have dreamed possible.

I've convinced Japheth that *the devil you know* is preferable to the one trying to exterminate our species...

Hmph.

...and that there are mutants left in this forsaken world who need us now more than ever.

Chuck know you got a Cerebro of your own?

What that man does or does not know is of no interest to me.

Besides, the Mercy Crown is nothing so crude as a copy of his device.

Xavier's invention is *psychic* in nature.

Mine traffics in *souls.*

I can feel them all.

All of the mutants who need us.

On a *divine* level.

So, where do we start?

Hmm...

Querétaro, Mexico.

BAMF

This is close enough, Azazel. We don't want to spook her.

You may take Gambit, Maggott and Emplate on *their mission* now.

We didn't discuss *splitting up,* Maddie.

And we're not leaving the kid with your *Brotherhood of Demonic Mutants.*

Hey! I'm about the closest thing left to a founding X-Man, Maggott!

Because your *girlfriend* left Archangel to *die!*

You all saw the choir of mutant souls *crying out* for help.

How many might *perish* if we go down the list one by one?

Besides, we're here to find a mutant not yet in her twentieth year.

She'll appreciate someone her own age reaching out with aid.

I don't know, Maddie...

N-no-- she's right. I'll stay.

You sure 'bout dis, *chère?*

This...this is what I was training for. You know-- ***before.***

Besides, Mr. Summers will be with us.

Yeah, dat's real reassuring.

You watch out for her, Alex. I mean it.

All aboard the sulfur express!

This trip is going to take a few jumps.

Let's get going, shall we?

BAMF

You know, Feint--Maddie could conjure you up a new uniform, if you'd like.

Oh, *uh*... I'm actually a metamorph?

I just... kind of forgot I designed a ***new*** look not too long ago.

And what a splendid job you did, Ms. Cruz.

I'm sure the mutant we're rescuing will appreciate it too...

...just as soon as we figure out how to reach her.

Let's hope the others are having an easier go of it.

The South Asian Sea. Just outside of Madripoor's maritime borders.

Leadership of the Morlocks has changed many times over the years, but Callisto often finds herself shepherding this proud band of outcasts.

The night of Orchis' attack on the Hellfire Gala, she was in Madripoor, establishing the Morlocks' own tradition--a raucous celebration, far from the couture gowns and celebrity guests on Mykines Island.

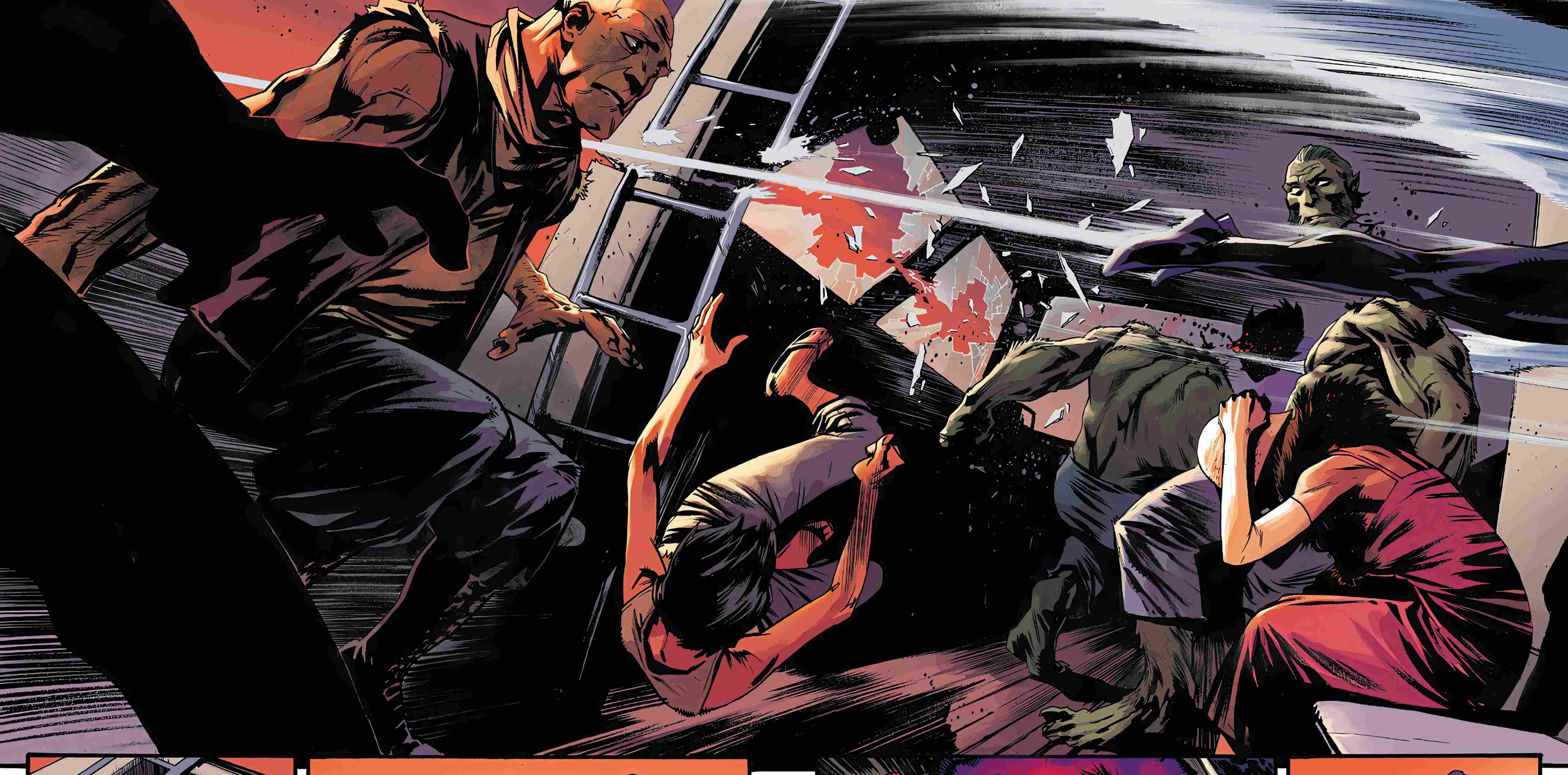
When Charles Xavier's psychic command compelled mutants to step through the nearest Krakoan gate, a number of Morlocks were simply too far out to sea to reach a portal in time.

Now Callisto finds herself once again protecting a band of freaks that the world at large hates and fears...

What the hell...?

...but even she cannot stop Death himself.

Everyone, get dow--



Agh!

I don't... feel so...

BAMF

Never fear--the X-Men are here!

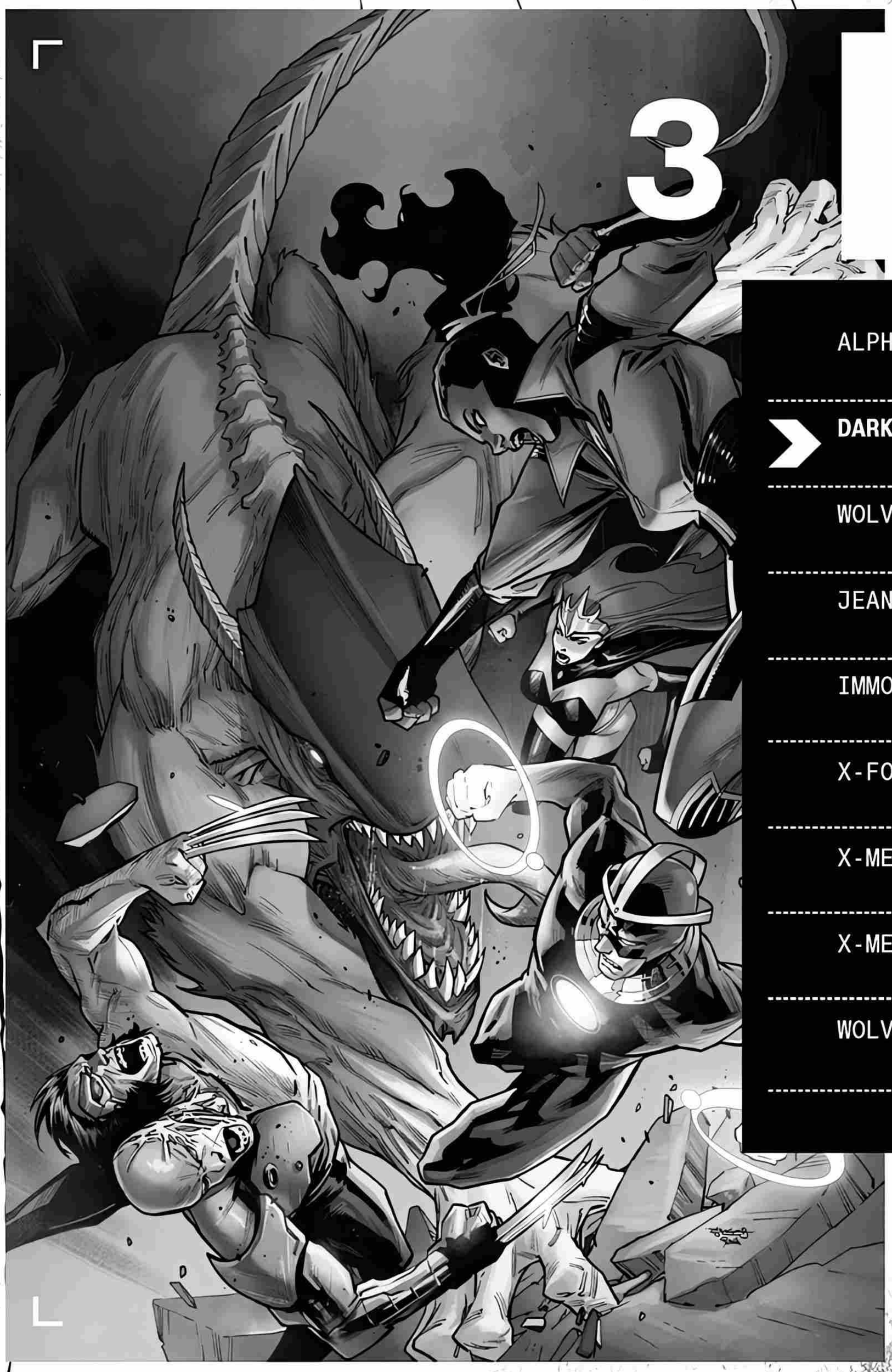
Oh *god*-- what the #$%& happened?

He did.

KRAKOA is for all MUTANTS

[fall__of]
[_____X]

FOLLOW THE FALL:



ALPHA FLIGHT #2:

DARK X-MEN #2:

WOLVERINE #37:

JEAN GREY #2:

IMMORTAL X-MEN #16:

X-FORCE #45:

X-MEN #27:

X-MEN RED #16:

WOLVERINE #38:

[dark__02]
[x-men_02]